



**Non-Infringement**

6. Solae denies the allegations contained in paragraph 55 of Amerifit's Answer.
7. Solae denies the allegations contained in paragraph 56 of Amerifit's Answer.
8. Solae denies the allegations contained in paragraph 57 of Amerifit's Answer.
9. Solae denies the allegations contained in paragraph 58 of Amerifit's Answer.

**Counter-Claim**

**Declaratory Judgment**

10. Solae admits the allegations contained in paragraph 59 of Amerifit's Answer.
11. Solae does not have sufficient information to admit or deny the allegations contained in paragraph 60 of Amerifit's Answer.
12. Solae admits that paragraph 61 of Amerifit's Answer purports to state a counterclaim for a declaratory judgment of invalidity, unenforceability and non-infringement of U.S. Patent No. 6,642,212 ("the '212 patent"); U.S. Patent No. 6,664,382 ("the '382 patent"); U.S. Patent No. 6,680,381 ("the '381 patent"); and U.S. Patent No. 6,706,292 ("the '292 patent") under the patent laws of the United States, Title 35 United States Code.
13. Solae admits the allegations contained in paragraph 62 of Amerifit's Answer.
14. Solae admits the allegations contained in paragraph 63 of Amerifit's Answer.
15. Solae admits the allegations contained in paragraph 64 of Amerifit's Answer.
16. Solae admits the allegations contained in paragraph 65 of Amerifit's Answer.

### **COUNT I - Invalidity of the '212 patent**

17. Paragraph 66 of Amerifit's Answer realleges the allegations set forth in paragraphs 59-65 in Amerifit's Answer. In response, Solae realleges and incorporates by reference its responses to paragraphs 59-65 in Amerifit's Answer, as set forth in paragraphs 10-16 above.

18. Solae denies the allegations contained in paragraph 67 of Amerifit's Answer.

### **COUNT II - Invalidity of the '382 patent**

19. Paragraph 68 of Amerifit's Answer realleges the allegations set forth in paragraphs 59-65 and 67 of Amerifit's Answer. In response, Solae realleges and incorporates by reference its responses to paragraphs 59-65 and 67 in Amerifit's Answer, as set forth in paragraphs 10-16 and 18 above.

20. Solae denies the allegations contained in paragraph 69 of Amerifit's Answer.

### **COUNT III - Invalidity of the '381 patent**

21. Paragraph 70 of Amerifit's Answer realleges the allegations set forth in paragraphs 59-65, 67 and 69 of Amerifit's Answer. In response, Solae realleges and incorporates by reference its responses to paragraphs 59-65, 67 and 69 in Amerifit's Answer, as set forth in paragraphs 10-16, 18 and 20 above.

22. Solae denies the allegations contained in paragraph 71 of Amerifit's Answer.

### **COUNT IV - Invalidity of the '292 patent**

23. Paragraph 72 of Amerifit's Answer realleges the allegations set forth in paragraphs 59-65, 67, 69 and 71 of Amerifit's Answer. In response, Solae realleges and incorporates by reference its responses to paragraphs 59-65, 67, 69 and 71 in Amerifit's Answer, as set forth in paragraphs 10-16, 18, 20 and 22 above.

24. Solae denies the allegations contained in paragraph 73 of Amerifit's Answer.

**COUNT V - Non-Infringement of the '212 patent**

25. Paragraph 74 of Amerifit's Answer realleges the allegations set forth in paragraphs 59-65, 67, 69, 71 and 73 of Amerifit's Answer. In response, Solae realleges and incorporates by reference its responses to paragraphs 59-65, 67, 69, 71 and 73 in Amerifit's Answer, as set forth in paragraphs 10-16, 18, 20, 22 and 24 above.

26. Solae denies the allegations contained in paragraph 75 of Amerifit's Answer.

**COUNT VI - Non-Infringement of the '382 patent**

27. Paragraph 76 of Amerifit's Answer realleges the allegations set forth in paragraphs 59-65, 67, 69, 71, 73 and 75 of Amerifit's Answer. In response, Solae realleges and incorporates by reference its responses to paragraphs 59-65, 67, 69, 71, 73 and 75 in Amerifit's Answer, as set forth in paragraphs 10-16, 18, 20, 22, 24 and 26 above.

28. Solae denies the allegations contained in paragraph 77 of Amerifit's Answer.

**COUNT VII - Non-Infringement of the '381 patent**

29. Paragraph 78 of Amerifit's Answer realleges the allegations set forth in paragraphs 59-65, 67, 69, 71, 73, 75 and 77 of Amerifit's Answer. In response, Solae realleges and incorporates by reference its responses to paragraphs 59-65, 67, 69, 71, 73, 75 and 77 in Amerifit's Answer, as set forth in paragraphs 10-16, 18, 20, 22, 24, 26 and 28 above.

30. Solae denies the allegations contained in paragraph 79 of Amerifit's Answer.

**COUNT VIII - Non-Infringement of the '292 patent**

31. Paragraph 80 of Amerifit's Answer realleges the allegations set forth in paragraphs 59-65, 67, 69, 71, 73, 75, 77 and 79 of Amerifit's Answer. In response, Solae realleges and incorporates by reference its responses to paragraphs 59-65, 67, 69, 71, 73, 75, 77

and 79 in Amerifit's Answer, as set forth in paragraphs 10-16, 18, 20, 22, 24, 26, 28 and 30 above.

32. Solae denies the allegations contained in paragraph 81 of Amerifit's Answer.

WHEREFORE, Plaintiff Solae requests judgment dismissing Defendant Amerifit's counterclaims in all respects, and for such other and further relief as the Court deems just and proper.

**DEMAND FOR A JURY TRIAL**

Plaintiff hereby demands trial by jury of all issues so triable in this action.

Respectfully Submitted,

**LEWIS, RICE & FINGERSH, L.C.**

Dated: June 1, 2004

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on this 1st day of June, 2004, a true and accurate copy of the foregoing was filed electronically with the Clerk of Court to be served by operation of the Court's electronic filing system upon the following persons:

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